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Amendments to the Specification:

Please replace paragraph [0025] starting on page 19 and ending on page 20 with the following amended paragraph:

Do not enter 12/16/04

[0025] In the embodiment of FIGS. 1-9, the axial ~~bottom-out~~ distance separating the inner tube 20 from the outer tube 22 is called the travel of the fork, and may be adjusted by operating the adjustment assembly 36 located at the end 56 of the inner tube 20, as shown in FIG. 3. The adjustment assembly 36 may include an actuator, in this embodiment, a knob 62 rotatable in a first direction to position the inner and outer tubes 20, 22 closer together, to reduce the travel of the fork 10, and rotatable in a second direction, to position the inner and outer tubes further apart, to increase the travel of the fork 10. In the embodiment shown, the knob 62 is rotationally fixed to a probe or shaft 64 by cooperating octagonal surfaces formed on the knob 62 and the shaft 64 (see FIG. 4). The adjustment shaft 64 is substantially cylindrical and may be made of aluminum. The Schrader valve 54 is preferably located at an end 66 of the shaft 64 and of a choke piston 74 is preferably mounted at another end 70 of the shaft 64 by a retaining ring 76. The Schrader valve 54 and choke piston 74 may be alternatively disposed in the suspension fork, so long as they remain in communication with the pressure chamber 34.

Please replace paragraph [0028] starting on page 12 and ending of page 13 with the following amended paragraph:

[0028] When the knob 62 is rotated in a first direction, the shaft 64 rotates the driver element 78, which in turn axially displaces the follower element 84 upward. The upward movement of the follower element 84 also displaces the connected piston tube 30, the bushing 62, the negative spring 60, and the compression piston assembly 33 upward. The upward movement of these parts reduces the relative distance between the inner tube bushing 50 and a compression bumper 104 located at the bottom of the outer tube 22, resulting in the travel of the fork 10 being reduced. The upward movement of the follower element 84 relative to the choke piston 74 also increases the volume of the

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reserve chamber 90 and decreases the volume of the pressure chamber 34. The combined volume of the reserve chamber 90 and pressure chamber 34 is also reduced by ~~the further displacement of~~ positioning the probe or shaft 64 further into the pressure chamber 34, resulting in an increased spring rate.

Please replace paragraph [0029] on page 13 with the following amended paragraph:

[0029] When the knob 62 is rotated in a second direction, the shaft 64 rotates the driver element 78, which in turn axially displaces the follower element 84 downward. The downward movement of the follower element 84 also displaces the connected piston assembly 33 downward. The downward movement of these parts increases the relative distance between the inner tube bushing 50 and the compression bumper 104 located at the bottom of the outer tube 22, resulting in the travel of the fork 10 being increased. The downward movement of the follower element 84 relative to the choke piston 74 also decreases the volume of the reserve chamber 90 and increases the volume of the pressure chamber 34. The combined volume of the reserve chamber 90 and pressure chamber 34 is also increased by the ~~further displacement~~ positioning of the probe or shaft 64 out of the pressure chamber 34, resulting in an decreased spring rate.